

Exhibit 4

1
2 UNITED STATES DISTRICT COURT
3 SOUTHERN DISTRICT OF NEW YORK

4 - - - - -x

5 BENJAMIN ASHMORE,

6 Plaintiff,

7 -against-

11 Civ 8611
(JMF)

8 CGI GROUP, INC. AND CGI FEDERAL
9 INC.,

10 Defendants.
11
12 - - - - -x

13 DEPOSITION of DENNIS PATRICK RYAN, taken
14 by Plaintiff, pursuant to Notice, held at the
15 offices of Kaiser, Saurborn & Mair, P.C., 111
16 Broadway, New York, New York, on Wednesday, July
17 24, 2013, commencing at 12:01 p.m., before
18 Margaret M. Harris, a Shorthand (Stenotype)
19 Reporter and Notary Public within and for the
20 State of New York.
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A P P E A R A N C E S:

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P R E S E N T:

Marybeth Carragher
Benjamin Ashmore

1
2 IT IS HEREBY STIPULATED AND
3 AGREED that the filing and sealing of
4 the within deposition be, and the same
5 are hereby waived;

6 IT IS FURTHER STIPULATED AND
7 AGREED that all objections, except as
8 to the form of the question, be and
9 the same are hereby reserved to the
10 time of the trial;

11 IT IS FURTHER STIPULATED AND
12 AGREED that the within deposition may
13 be sworn to before any Notary Public
14 with the same force and effect as if
15 sworn to before a Judge of this Court;

16 IT IS FURTHER STIPULATED that
17 the transcript is to be certified by
18 the reporter.
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Ryan

D E N N I S P A T R I C K R Y A N, called
as a witness, having been first duly
sworn/affirmed by Margaret M. Harris, a
Notary Public within and for the State of
New York, was examined and testified as
follows:

EXAMINATION

BY MR. MAIR:

Q Good morning, Mr. Ryan.

A Good morning.

Q My name is David Mair. I'm
representing Ben Ashmore in a lawsuit that he
has brought against CGI. I'm going to be taking
your deposition here this afternoon, I guess for
an hour or two.

Just a couple of rules for the
deposition.

If at any point in time you don't
hear or you don't understand the question that I
ask you, I want you to tell me that and I'll
either repeat it or rephrase it for you, as
appropriate.

A Okay.

Q If you answer the question, then

1 Ryan

2 I am going to assume that you both heard it and
3 understood it.

4 A couple of rules, just to make
5 sure that the court reporter can take everything
6 down. Even if you anticipate what I'm in the
7 midst of saying, please wait until the end of my
8 question before starting your answer and I will
9 try to do the same for your answer.

10 Also try to verbalize all of your
11 answers.

12 A Yes.

13 Q It's fine to nod or shake your
14 head or gesture, but you must also verbalize the
15 answer so we can take that down on the record.

16 What is your full name?

17 A Dennis Patrick Ryan.

18 Q And by whom are you currently
19 employed?

20 A CGI Federal.

21 Q How long have you been employed
22 by CGI and/or a predecessor corporate entity?

23 A Six years.

24 Q So you joined in 2007?

25 A Yes.

1 Ryan

2 Q Do you recall when in 2007?

3 A May or June.

4 Q So the entity that you joined at
5 that point was CGI; is that correct?

6 A Yes.

7 Q What is your title currently?

8 A Director, industry relations.

9 Q And has that been your title
10 since you first joined?

11 A No. My original title was
12 director of consulting services.

13 Q When did it change?

14 A Probably three years ago.

15 Q So 2010?

16 A Approximately.

17 Q I'm going to start asking you
18 more about what you do at CGI, but before I do
19 that, I want to get some background.

20 A Okay.

21 Q What is your formal education?

22 A Bachelor's from St. Lawrence
23 University.

24 Q What year did you get that?

25 A 1986.

1 Ryan

2 Q What was your major?

3 A English.

4 Q Any other post high school
5 education?

6 A A course or two, but no degree.

7 Q In what areas have you taken
8 courses?

9 A Something in, I think it's poly
10 sci down in Washington, D.C. at one point.

11 Q Anything else?

12 A I don't think so.

13 I did the insurance professional
14 courses, but they weren't at a university.

15 They were professional, what do
16 you call them, certification type things.

17 Q Did you obtain a certification?

18 A Yes.

19 Q What certification?

20 A Certified insurance counselor,
21 CIC.

22 Q When did you obtain that?

23 A Around 1990.

24 Q What was your first job after
25 obtaining your bachelor's?

Ryan

A I worked at a summer camp the summer after college graduation in upstate New York.

Q Can you talk me through your progression of jobs after that?

A Sure.

I worked at the summer camp and following that I waited tables in Washington, D.C., and then I waited tables in Ulster County, upstate, where I'm from originally.

I moved to Spain in the spring of 1987. I worked at a summer camp there and then worked at a language academy in Madrid, stayed there until the following summer, when I went back to the summer camp.

And then in fall of 1988 I returned home to Kingston, New York. I started with the family insurance business in I think maybe January of '89, left there in the fall of 1994 and worked on a Congressional campaign and moved in December -- November, December to the Washington, D.C. area.

I worked at the Republican National Committee for a couple of months, went

1 Ryan

2 to the National Republican Senatorial Committee
3 in spring of 1995.

4 Spring of '97, I went to work for
5 U.S. Representative Rick Lazio.

6 Spring of '99 I went to work for
7 Governor Pataki in the New York State Office of
8 Federal Affairs in Washington.

9 Q I'm sorry, you worked where in
10 '99?

11 A I went to work for Governor
12 Pataki in the New York State Office of Federal
13 Affairs in Washington.

14 Q In Washington?

15 A Yes.

16 Summer of 2000, I moved to
17 Albany, still working for Governor Pataki, but
18 at the New York State Division of Housing and
19 Community Renewal.

20 Spring of -- let's see, 2005, I
21 went to the New York State -- no, that's not
22 right, excuse me. Spring of 2003 I went to the
23 New York State Department of Labor.

24 And then March or April of 2007 I
25 left the Department of Labor and was looking for

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Ryan

work until I started with CGI in May or June of that year.

Q Let me go back and focus in on a couple of these jobs.

A Yes.

Q You said that in '94 you worked on a Congressional campaign?

A Yes. That was actually a volunteer, but that's where my time was spent.

Q Whose campaign?

A Bob Moppert, M-O-P-P-E-R-T.

Q And that was from when until when?

A Summer until November, until the election.

Q And then after that you went to the Republican National Committee?

A Uh-hum, yes.

Q And that was in '95?

A Yes.

Q What did you do there?

A Telephone fundraising.

Q Was that volunteer or was that paid?

1 Ryan

2 A No, that was paid.

3 Q And you had that job for two
4 years, from '95 to '97?

5 A No, perhaps two months. The
6 Republican National Committee is one entity. I
7 was doing that just until I could get a real
8 job, basically, and then I went to work for the
9 National Republican Senatorial Committee, which
10 is a separate entity, where I also did
11 fundraising, but of a different type.

12 Q And so that the National
13 Republican Senatorial Committee you started at
14 in '95?

15 A Yes.

16 Q And you were there from '95 to
17 '97?

18 A Yes.

19 Q You did fundraising the whole
20 time?

21 A Yes.

22 Q Can you just describe for me in
23 more detail what the position was?

24 A That was, I worked for a group
25 within the Senatorial Committee called the

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Ryan

Chairman's Foundation. We raised corporate contributions for Senate races.

MR. MAIR: Off the record.

(Discussion off the record.)

MR. MAIR: Back on the record.

BY MR. MAIR:

Q In '97, you said you went to work for Representative Lazio?

A Yes.

Q What did you do for him?

A I was a speech writer and a legislative aide.

Q And that was '97 through '99?

A Yes.

Q In '99, you went to work for the New York State Office of Federal Affairs in D.C.?

A Yes.

Q What did you do there?

A I was a legislative aide.

Q And what did that entail?

A Helping to implement the governor's agenda in Washington. It was sort of

Ryan

a liaison between the governor and the agencies in Albany and the members of Congress or federal agencies.

Q And was that for purposes of lobbying those federal agencies?

A No, it's more coordinating the agenda of the governor with getting the members, it's not lobbying. I was an employee of the state, so I'm not sure I technically could lobby.

It was working to explain to the members why, for instance, the banking department thought subprime loans were a problem.

It wasn't lobbying, it was educational.

Q So putting the point of view of New York State and its agencies to certain federal agencies?

A Yes. More so with members of Congress than agencies.

Q And that was '99 to 2000?

A Yes.

Q And in 2000 you went up to Albany

1 Ryan

2 to work for the New York State Division of
3 Housing and Community Renewal?

4 A Yes.

5 Q What did you do there?

6 A I started as an, I believe I was
7 an assistant commissioner doing research and
8 policy development and fairly shortly the
9 executive deputy commissioner of the agency left
10 and I went into that role.

11 Q Deputy?

12 A Executive deputy commissioner.

13 Q And in that role, what did you
14 do?

15 A That's essentially the chief
16 operating officer of the agency.

17 And after maybe a year or so in
18 that role, the commissioner retired and I was
19 acting commissioner for, I don't know, eight
20 months or nine months.

21 Q The last eight or nine months
22 that you were there?

23 A No. Before I left, a permanent
24 commissioner was named. I returned to the
25 executive deputy slot and then I left to go to

1 Ryan

2 the Department of Labor.

3 Q What did you do at the Department
4 of Labor?

5 A I was executive deputy
6 commissioner, similar role.

7 Q COO role?

8 A Yes.

9 Q And you held that position from
10 2003 to 2007; is that correct?

11 A Yes.

12 Q And then you left.

13 Did you leave the Department of
14 Labor to go to CGI?

15 A No. There was a new governor and
16 I was a political appointee and I was not
17 retained.

18 Q And then your next job after the
19 Department of Labor was CGI?

20 A Yes.

21 Q And when you began, you said you
22 were hired as director of consulting services?

23 A Yes.

24 Q Can you explain to me what your
25 role was when you were first hired?

1 Ryan

2 A We had talked about my helping
3 with writing proposals because of my background,
4 writing background, capture management, which is
5 trying to identify good opportunities for the
6 team to pursue, talking to people on the team to
7 put together a proposal, business development
8 type work and government type work, dealing with
9 folks in D.C. to get information and look for
10 future opportunities that might be coming up.

11 Q So the government role at that
12 time was a government business development role?

13 A I mean, we weren't, not
14 necessarily, no. It was somewhat government
15 relations, it's communications. We used to go
16 to conferences and talk with people at HUD to
17 try to understand what changes might be coming
18 down the road that we might be able to help them
19 with to get business.

20 Q So is it fair to say that your
21 initial role at CGI was a combination of
22 business development and government relations?

23 A Yes.

24 Q And the business development was
25 both on the government side, the public sector

1 Ryan

2 side and the private sector?

3 A No, not private sector.

4 Q It was public sector only?

5 A Yes.

6 Q What sort of business development
7 opportunities were you involved in?

8 A Primarily, well, we run Section
9 8, we try and run Section 8 programs for public
10 housing authorities across the country.

11 When I first started, we were
12 working on a very big one in Chicago. We were
13 working on a proposal for a month.

14 Q Was that in the PBCA area or it
15 was Section 8, but not PBCA work?

16 A Section 8, but not PBCA work.
17 It's a completely separate part of the program.

18 We also, a fair amount of my
19 time, starting fairly soon and wrapping up was
20 on the PBCA rebid. I was primarily helping us
21 to find public housing authority partners with
22 whom we could bid for work to HUD.

23 I would research and identify
24 with others, research and identify public
25 housing authorities who were high performing who

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Ryan

we thought would make good partners and do some research on them and eventually reach out and explain the program to them if they were not familiar with it and that sort of thing.

Q Did your role change at some point from what you just described during the time that you have been at CGI?

A It's similar. I still do government relations, and, you know, I'm involved with the PBCA rebid, but not in the operations. It's more looking for partners, looking for business opportunities.

Q So in terms of the PBCA rebid and the PBCA work, in general, has your role always been focused on trying to get the work as opposed to an operational work once the work comes in?

A Yes.

Q Leaving aside the PBCA rebid, can you describe for me what your role in government relations has entailed?

A Outside the rebid, not very much.

Q So it's fair to say that almost all of your government relations work has been

1 Ryan

2 focused on the PBCA rebid?

3 A Yes. The definitions are not
4 very exact. I go to conferences and meet with
5 HUD people or talk to HUD people and much of
6 that is not on PBCA, but it's not government
7 relations either, it's looking for business
8 opportunities, it's understanding what HUD is
9 doing and what they plan to do and looking for
10 ways that we might be involved in that.

11 So I wouldn't consider that
12 government relations, but it's government
13 oriented.

14 Q It's looking for business
15 opportunities with governments?

16 A Yes. Governments or municipal
17 entities.

18 Q On the government relations side,
19 can you explain what you mean by the term
20 "government relations"?

21 A Yes. Getting information from
22 agencies or trying to in this case have HUD put
23 out a rebid that is fair and open was what I
24 spent a lot of time over several years doing.

25 They had gone through some,

1 Ryan

2 several steps in trying to change the way the
3 PBCA program was operated and spent a long time
4 trying to come up with a procurement vehicle.

5 And there was a lot of input from
6 different types of organizations as to what that
7 procurement would look like.

8 And we were trying to make sure
9 that the groups who were bidding against us did
10 not have an unfair advantage.

11 Q So is it fair to say that with
12 respect to the PBCA, the focus of your
13 government relations work was in trying to
14 persuade HUD to adopt certain rules with respect
15 to the rebid process that were rules that CGI
16 wanted HUD to adopt?

17 MR. KLEIN: Object to
18 form.

19 You can answer.

20 A Primarily, yes. We also would
21 visit members of Congress if we thought, we
22 partner with housing authorities and many of
23 their local members of Congress are interested
24 in their success, because they serve their
25 constituents.

Ryan

So we were sometimes going with our PHA, public housing authority partners, and trying to have them weigh in with HUD, as well. But HUD was the ultimate target, I think, generally.

Q Were you the only person at CGA --

A CGI.

Q Were you the only person at CGI who worked on government relations in connection with the rebid process?

A No. I was the only one in our immediate team, but we have a government relations person in Fairfax who was involved, you know, very involved.

Q So you worked together with the Fairfax government relations folks in pursuing the government relations agenda on the PBCA rebid?

A Yes.

Q Now, when you first joined CGI, who did you report to?

A Marybeth Carragher.

Q And that's remained the same ever

Ryan

since then?

A Yes.

Q You have always been within her group?

A Yes.

Q In terms of the non-government relations work that you did in connection with the rebid, I want to make sure I understand what that entailed.

You said that you played a role in finding potential PHA partners to bid with; is that correct?

A Yes.

Q Can you describe a little more the process that you were involved in there?

A Sure.

A rebid was coming out we expected in probably 53 jurisdictions across the country, primarily state by state.

We did research into how attractive each of those contracts would be for us, if it was a small state with relatively few housing units, it would not be that attractive to us, and we would probably not pursue it.

Ryan

Larger states with more units and higher revenue we would be more likely to want to pursue.

As we identified those states in which we were interested, we would look for a high performing public housing authority. We had to team with somebody who met HUD's definition of a public housing agency and we would look at HUD scores, public housing authorities like New York City Housing Authority, for instance, is scored by HUD annually in most cases on several programs, parts of their programs.

We would try to find out by those scores if they were, how well they performed, as well as talking to others in the community. It's a relatively small world of housing authority directors.

So I would talk to our current partners or past clients and find out, we are looking for a good partner in such and such state, do you have any recommendations and then do some more research on them on line, look for good or bad stories about them in the press, find out whatever we could to try and choose a

1 Ryan

2 partner who would be attractive for us to work
3 with, because these are relatively long-term
4 commitments and who would be attractive to HUD
5 to choose as a contract holder.

6 Q Once you identified the potential
7 PHA partner, were you involved in the approach
8 to that partner, to approach them about the
9 possibility of a partnership?

10 A Yes. Sometimes, not all the
11 time. We operate very much as a team. But in
12 several instances I was, yes.

13 Q In those instances, you would go
14 with whoever the director was that was
15 responsible for that jurisdiction and make the
16 pitch together?

17 A It varied. Sometimes for an
18 initial outreach, I would meet someone at a
19 conference, go to a conference, find out who was
20 there and make a point of introducing myself,
21 get a few minutes and talk about the program,
22 gauge if they had any interest, and then
23 introduce them to a director, who would then
24 take it from there for the most part.

25 Q Let me ask some general questions

1 Ryan

2 about the rebid process.

3 A Uh-hum.

4 Q Am I correct that CGI, at the
5 point in time when HUD announced that it was
6 going to rebid the PBCA work, CGI was the
7 subcontractor for a certain number of
8 jurisdictions?

9 A Yes.

10 Q And at that point in time CGI
11 administered approximately 267,000 housing
12 units; is that fair to say?

13 A HUD has announced a rebid several
14 times, so the number has changed over the years,
15 but in that ballpark, yes.

16 Q That was the ballpark of the
17 number of housing units that were being
18 administered at that point in time by CGI?

19 A About 250 is what I have in my
20 head. It grew over the course of the years as
21 HUD assigns more units to the program.

22 Q During the rebid process, it
23 fluctuated slightly?

24 A Yes.

25 Q And is it fair to say that CGI's

1 Ryan

2 goal in the rebid process was to pick up
3 substantially more units than it had in its
4 portfolio at the beginning of the process?

5 MR. KLEIN: Object to the
6 form.

7 A Yes.

8 Q Is it fair to say that CGI,
9 during the rebid process, was targeting
10 somewhere in the area of 900,000 units to pick
11 up?

12 MR. KLEIN: Object to the
13 form.

14 A I don't remember that number.

15 Q What do you recall as being the
16 target number that CGI was looking to get in the
17 rebid process?

18 A I don't remember a number.

19 Q Can you give me the ballpark?

20 A I don't have a number in my head.

21 Q Well, in terms of --

22 A It was more than what came out as
23 the ultimate cap, because the cap was a problem
24 for us.

25 Q That's what I was going to get

1 Ryan

2 to.

3 CGI's target of what they were
4 trying to do in the rebid process was to get a
5 number of units that was going to be in excess
6 of the cap that was initially proposed by HUD;
7 is that fair to say?

8 A Yes.

9 Q In terms of magnitude, it was in
10 the magnitude of two or three times the number
11 of the cap, correct?

12 MR. KLEIN: Object to the
13 form.

14 A I don't have a number. I think
15 at least two is probably accurate, yeah.

16 Q Now, relatively early in the
17 rebid process, did HUD come out with some
18 proposed restrictions that it said it was
19 considering implementing in the rebid process?

20 A Other than the cap?

21 Q Including the cap. So am I
22 correct that relatively early on HUD came out
23 with a set of restrictions that it said it was
24 considering, one of which was a unit cap?

25 MR. KLEIN: Object to the

1 Ryan

2 form.

3 A I don't think that was known by
4 us until the procurement was out.

5 Q Well, let's see if we can run
6 through this thing in a little bit more detail.

7 A Again, there are two separate
8 procurements.

9 Q Let's take a look at what was
10 previously marked as Exhibit 27, which is an
11 e-mail exchange spanning January 14th and
12 January 15, 2010 (handing).

13 Mr. Ryan, can you take a look at
14 the last e-mail on that document, meaning the
15 first one chronologically, so it begins on Page
16 3 -- I'm sorry, it begins on Page 4 about
17 halfway down from Ms. Carragher to Richard
18 Schmitz and George Schindler.

19 Do you see that?

20 A Yes, I do.

21 Q In that e-mail dated January 14th
22 of 2010, Ms. Carragher says that she wants to
23 bring to their attention something she
24 characterizes as disturbing news on the
25 recompetete.

1 Ryan

2 Do you see that?

3 A Yes.

4 Q The recompetete was another term
5 for the PBCA rebid process, correct?

6 A Yes.

7 Q And then she says that HUD has
8 presented at the NCSHA conference that morning
9 that they plan on limiting bids to a combined
10 unit count of 300 per agency.

11 Do you see that?

12 A Yes.

13 Q She said that's bids, not even
14 awards.

15 Do you see that?

16 A Yes.

17 Q And then she goes on to say, "We
18 have 267,000 units right now and we were
19 planning on bidding on over 800,000 units."

20 Do you see that?

21 A Yes.

22 Q I understand that you didn't
23 receive this e-mail, but am I correct that in
24 January of 2010 HUD announced for the first time
25 that it was considering imposing a unit cap

1 Ryan

2 restriction on bids that were submitted in the
3 rebid process?

4 MR. KLEIN: Object to the
5 form.

6 A That's what it looks like here,
7 yes. I know they did, the timing is not clear
8 in my head, but it seems to make that clear,
9 yes.

10 Q So looking at this e-mail, does
11 that orient you that the unit cap was proposed
12 by HUD in January of 2010?

13 A Yes.

14 Q And Ms. Carragher said that she
15 learned about it at a conference, the NCSHA
16 conference.

17 Did you attend that conference?

18 A Probably, yes.

19 Q Is that when you first learned
20 about it, too?

21 A I assume so, yes.

22 Q And at that point HUD said, "This
23 is a restriction that we are considering, but we
24 haven't yet decided if we are going to impose
25 it"; is that fair to say?

Ryan

A I don't remember that one way or the other.

Q Well, is it fair to say that when it was announced in January of 2010, CGI believed that it may be able to successfully persuade HUD not to implement the unit cap when HUD came out with the final procurement document?

MR. KLEIN: Object to the form.

A Yes.

THE WITNESS: Should I not be answering the question?

MR. KLEIN: No, you're fine.

Q Unless he tells you not to answer, you can answer.

A I wanted to make sure.

MR. KLEIN: Very good.

Q And am I correct that you were the person leading the efforts on CGI's part to try to persuade HUD that they should not impose a unit cap when they came out with the final bidding documents?

1 Ryan

2 A I was one of several people and I
3 was involved in the discussions and meetings.

4 Q Now, in January of 2010 HUD
5 proposed another restriction that they said that
6 they were considering, which was a 10 percent or
7 a limit of profits to 10 percent for any
8 contractor.

9 Is that also correct?

10 A I remember a limit. I don't
11 remember the number, but yes.

12 Q So when HUD came out with these
13 proposed restrictions, it wasn't just a unit cap
14 that they proposed, they also proposed other
15 restrictions as well; is that fair to say?

16 A Yes, I think that sounds
17 familiar, yes.

18 Q And later on HUD decided against
19 imposing a profit restriction, correct?

20 A I believe so, yes.

21 Q But later on HUD also decided
22 that they were going to move forward and have a
23 unit cap in the formal bidding, correct?

24 A At some point they decided to do
25 that and I don't remember. It changed, it

Ryan

increased, but I don't remember if that was before or after the formal, I think it was before the formal procurement came out. It increased somewhat, but not sufficiently to our point of view.

Q So the initial proposed unit cap from HUD in January of 2010 was 300,000 units, correct?

A Yes.

Q Later on they increased that to 400,000 units?

A I don't think it was an even number, but thereabouts.

Q Ultimately it ended up being a percentage of total units, correct?

A Yes.

Q In the ultimate procurement documents?

A Yes, I believe so.

Q Do you recall that at some point between January of 2010 when the proposal was 300,000 and the date that they issued the actual final procurement documents HUD increased the unit cap to 400,000?

1 Ryan

2 A I remember that they increased
3 it, but I don't remember at what point in the
4 process, but, yes.

5 Q Let me see if we can look at a
6 few documents to help with the timing of that.

7 Let's take a look at Exhibit 28
8 (handing).

9 A Do you want this one back?

10 Q You can just put that one aside.

11 Exhibit 28 is an e-mail string on
12 June 8th of 2010, together with a number of
13 attachments. The top e-mail on the string is
14 from Mr. Ryan on June 8, 2010.

15 So let me start off by asking
16 you, the first e-mail in the string is an e-mail
17 that you sent?

18 A First being the one on top?

19 Q The latest e-mail chronology, the
20 first one that you see on the page, is from you
21 to Ms. Carragher and Joyce Clause, correct?

22 A Yes.

23 Q June 8, 2010, and you tell them
24 that the subcontractor, the subcontractors are
25 limited in aggregate to 400,000 units under the

Ryan

cap.

Do you see that?

A Yes.

Q And you were forwarding an e-mail that came originally from Deborah Lear at HUD?

A I see that.

Q Ms. Lear's e-mail also came on June 8th of 2010, right?

A Yes.

Q And Ms. Lear's e-mail attached a number of documents relating to the rebid that HUD was distributing at that point to the industry, correct?

A I don't remember any of this, but, yes, that's what I see here.

Q Why don't you take a minute to familiarize yourself with the attachments here, just in general terms, just to see what was attached.

A The 60 pages or so?

Q Let me try to help you here.

The first attachment is an agenda for a CAOM/PBCA conference call.

Do you see that?

Ryan

A Yes.

Q What is that conference call?

A It was a regular, I don't know, it was probably monthly, call between HUD headquarters and CAOM, it was the person in each region who oversees the contractors for HUD and PBCA, were the contractors and subcontractors who did the actual work on the program.

Q So these were regular conference calls to where HUD could present information and answer questions for the industry?

A Yes.

Q The PBCA contracting industry?

A Yes.

Q And then the next attachment is a document entitled, "Annual Contributions Contract"?

A Yes.

Q ACC, and that is the master contract that HUD enters into with the successful entities who are going to be the PBCA administrators for a particular jurisdiction contract?

MR. KLEIN: Object to the

1 Ryan

2 form.

3 A Yes.

4 Q If you now, and I know that's a
5 lengthy document, but if you can turn to the
6 next document that follows the ACC contract.

7 A (Perusing document.)

8 Q This is a document that's headed
9 "Summary Of Key Nonchanges And Changes."

10 A (Perusing document.)

11 Q And that's for annual
12 contributions contract February 17, 2010.

13 Do you see that?

14 A Yes, I do.

15 Q And then after that is another
16 attachment, which is a summary of key changes to
17 the annual contributions contract dated May 14,
18 2010.

19 Do you see that?

20 A Yes.

21 Q Now, having seen these e-mails
22 and these documents, does that refresh your
23 recollection that on June 8th of 2010, HUD
24 released the draft ACC document to the industry?

25 A It appears that way. I don't

1 Ryan

2 remember it happening, but, yes, I would have
3 been on the call and I would have shared that
4 information.

5 Q And am I correct that the
6 process, the rebid process, included the release
7 of a draft ACC contract followed by a period of
8 comment for the industry?

9 A Yeah, that might have happened
10 more than once. They would release information,
11 open it up to comment and/or question and
12 answer, those answers that they provided would
13 raise more questions and they might, probably
14 prior to this they would release something
15 called a strawman, sort of a draft document that
16 Deb Lear put out for comment, and I'm not even
17 sure that was a document, it might have just
18 been verbal.

19 But, yes, there are several
20 iterations of this thing.

21 Q And the documentation attached to
22 this June 8th e-mail from Ms. Lear included, as
23 we just saw, a summary of key changes that's
24 dated May 14th of 2010, that was the last
25 document that we looked at?

1 Ryan

2 A Yes.

3 Q Now, I understand that that was
4 attached to the June 8th e-mail that we are
5 looking at.

6 Had you seen a copy of that prior
7 to June 8th?

8 A I have no idea.

9 Q You don't recall sitting here
10 today?

11 A No idea.

12 MR. KLEIN: David, just
13 for clarification, I don't know
14 if you know the answer to this,
15 but it's clear that all of the
16 attachments were attached from
17 Dennis' e-mail to Marybeth
18 Carragher and Joyce Clause as
19 they appear in the attachment
20 line, but I don't know if it's
21 certain from Ms. Lear's e-mail if
22 those documents were also
23 included in her e-mail, because
24 there is no corresponding
25 attachment line item in the

1 Ryan

2 e-mail.

3 MR. MAIR: Okay. So I'll
4 ask the witness.

5 MR. KLEIN: Just on the
6 third page of the e-mail, there
7 is a reference to the agenda and
8 corresponding documents are
9 attached for the conference call
10 tomorrow, but there is no
11 indication from the text of Ms.
12 Lear's e-mail or from any of the
13 I guess data or metadata what
14 those specific documents were,
15 because we only have the, I
16 think, who produced the e-mail
17 from Dennis to everyone else.

18 BY MR. MAIR:

19 Q Mr. Ryan, do you know whether the
20 attachments that were attached to your e-mail to
21 Ms. Carragher and Ms. Clause where you forwarded
22 Deborah Lear's e-mail, do you know if those were
23 all attached to Ms. Lear's e-mail or did you add
24 some additional attachments that were not
25 attached to Ms. Lear's e-mail?

1 Ryan

2 A I don't know.

3 Q Sitting here today you don't
4 know?

5 A No.

6 Q Let me ask you this.

7 We can see from Exhibit 28 that
8 you are e-mailing Ms. Carragher on June 8th
9 telling her that the subcontractor unit cap is
10 400,000.

11 Do you see that?

12 A Yes.

13 Q Did you learn that for the first
14 time on June 8th or did you learn it from some
15 other source prior to June 8th?

16 A I have no idea.

17 Q At the point in time, whether it
18 was June 8th or some other time, that you
19 learned that the unit cap had been increased
20 from 300,000 to 400,000, did you believe at that
21 point in time that CGI would be able to
22 successfully persuade HUD to eliminate the unit
23 cap in the final bidding documents?

24 MR. KLEIN: Objection.

25 A I was optimistic all the way

1 Ryan

2 through that we would be able to do that, yes.

3 Q You mean all the way through
4 until when?

5 A HUD badly mishandled this
6 procurement and at no point was I convinced that
7 their procurement process would stand up.

8 I thought they had made serious
9 errors, the unit cap being one of the prime
10 ones, in my opinion, and I thought it could be
11 successfully challenged before or after awards.

12 Q So let me focus in on that answer
13 because I want to distinguish between two
14 things.

15 There was a process leading up to
16 the issuance of final procurement documents by
17 HUD, correct?

18 A There was a what?

19 Q There was a process leading up to
20 the issuance by HUD of the final bidding
21 documents for the PBCA rebid?

22 A The question-and-answer process?

23 MR. KLEIN: Object to the
24 form.

25 You can answer. If that

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Ryan

is your answer, that's fine.

BY MR. MAIR:

Q I'll ask you a different question.

A Are you referring to the --

Q We just saw that January 2010 HUD announces that it's considering a unit cap restriction, correct?

A It was at least under discussion at that point, yes. I'm not sure when they announced it.

Oh, yeah, in the NCSHA e-mail.

Q So January 2010 HUD tells the industry "We are considering a unit cap," correct?

A Yes.

Q And then at some point in time HUD tells the industry there will definitely be a unit cap in the procurement documents, correct?

MR. KLEIN: Object to the form.

A I don't know that they said it would definitely be in there. They were still

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Ryan

talking about it, but I don't think we knew what would be in there until it was issued.

Things were very much, I think, fluid.

Q Well, June of 2010, June 8th, we see that HUD issues to the industry a draft of the ACC contract, which includes unit caps.

A Which means it's in that draft. It doesn't mean it will be in the ultimate contract or procurement.

Q That's why I'm taking you through this step by step.

So in June of 2010 HUD issues a draft of the contract, which at that point has unit caps in it, correct?

MR. KLEIN: Object to the form.

A It appears from this, yes.

Q Sometime down the road from there, HUD issues the final procurement documents that are going to govern this bidding, correct?

A Yes.

Q And the unit cap is in those

1 Ryan

2 final procurement documents, correct?

3 A Yes.

4 Q I understand there were legal
5 challenges to the process after that, correct?

6 A Yes.

7 Q My first question to you is,
8 relates to your government relations efforts to
9 persuade HUD not to include a unit cap in the
10 final bidding documents, okay?

11 A Yes.

12 Q So this is, I'm not asking you
13 anything about whether you thought a legal
14 challenge ultimately might be successful.

15 Right now my questions pertain to
16 the process that we have just talked about
17 leading up to the issuance by HUD of the final
18 bidding documents, okay?

19 A Yes.

20 Q During that process leading up to
21 HUD issuing the final bidding documents, did you
22 believe during that entire process up until the
23 day the final bidding documents were issued that
24 you and/or other people would be successful in
25 persuading HUD not to include a unit cap in

1 Ryan

2 those final bid documents?

3 A I was optimistic that we would.

4 Q You remained optimistic
5 throughout the process up until the very day the
6 final bidding documents were issued, is that
7 your testimony?

8 A Yes.

9 Q Did you become more or less
10 optimistic at any point during that process or
11 were you optimistic the entire time?

12 A I don't recall that. I thought
13 it was a bad decision. I thought the unit cap
14 was a mistake both for fairness and for the
15 efficient operation of the program.

16 And I thought people would see
17 reason. I was very confident that it was wrong
18 and therefore I was confident that it could be
19 fixed.

20 Q Let me show you what was
21 previously marked as Exhibit 29 (handing).

22 A (Perusing document.)

23 Q Now, this is a string of e-mails
24 culminating in an e-mail from Ms. Carragher to
25 you and several other people on April 16th of

1 Ryan

2 2010.

3 I want you just to take a look
4 through the e-mail string, if you could.

5 A Starting where?

6 Q You can start at the beginning.
7 I'm not going to ask you questions on any of the
8 e-mails up until the last one.

9 MR. KLEIN: And, Dennis,
10 feel free to read the whole
11 document.

12 There is a bunch of little
13 squiggles we have noticed in
14 this e-mail before that it was
15 just whenever the document was
16 printed out. We don't believe
17 the author of the e-mails used
18 all the upside down question
19 marks and things of that nature.

20 MR. MAIR: We will
21 stipulate to that.

22 MR. KLEIN: Yes.

23 A (Perusing document.) Okay.

24 Q So you have taken a quick look
25 through those e-mails?

1 Ryan

2 A Yes.

3 Q My question is focused on the
4 first page of the e-mail string.

5 Ms. Carragher e-mails you and
6 several other people, including Ms. Clause, and
7 says on April 16th that "There is a rumor that
8 the invitation may be released May 1st."

9 Do you see that?

10 A Yes.

11 Q By "the invitation," you
12 understood her to mean the bidding documents
13 from HUD?

14 A Yes.

15 Q And you respond, "Holey moley, I
16 hadn't heard that"?

17 A I use bad language, yes.

18 Q And there are a lot of strange
19 symbols that we all agree shouldn't be in there,
20 but you were surprised by that?

21 A Apparently, yes.

22 Q And Ms. Carragher then e-mails
23 back to you and provides you some more
24 information on what she's hearing.

25 Do you see that?

1 Ryan

2 A Yes.

3 Q And she says that Roy called her
4 and you understood that to be Roy Bernardi?

5 A Yes.

6 Q Who was Mr. Bernardi?

7 A CGI, I believe he was a former
8 employee, prior employee of HUD.

9 Q Who worked for CGI?

10 A Yes.

11 Q She said that Mr. Bernardi
12 repeatedly called her until she picked up and
13 said that the draft ACC was going to be
14 released. I'm sorry.

15 She says that he told her that
16 the final bidding documents were going to be
17 released May 1st, correct?

18 MR. KLEIN: Object to the
19 form.

20 A You are asking if this e-mail
21 says that Roy told Marybeth that things might be
22 released May 1st?

23 Q Yes.

24 A Yes.

25 Q And Ms. Carragher says to you in

1 Ryan

2 that e-mail, in her last sentence, quote, "If it
3 is replaced May 1st I would have to believe that
4 HUD has decided that the unit cap will stand,"
5 close quote.

6 Do you see that?

7 A Yes.

8 Q Now, it's fair to say that in
9 your discussions with Ms. Carragher throughout
10 the period from January 2010 when HUD first
11 announces the possibility of a unit cap up until
12 the day the final bidding documents are
13 released, in your discussion with Ms. Carragher
14 during that time period, she indicated to you on
15 occasion whether or not she was optimistic that
16 the unit cap would be eliminated, correct?

17 MR. KLEIN: Object to the
18 form.

19 A I'm sorry, would you repeat it?

20 Q You had discussions with Ms.
21 Carragher during that period from January 2010
22 up until the final bidding documents were issued
23 about her level of optimism as to whether or not
24 there would be a unit cap, correct?

25 A Sure. I mean, we talked back and

1 Ryan

2 forth all the time.

3 Q It was a Topic of conversation
4 amongst you many times during that period,
5 correct?

6 A Yes.

7 Q Is it fair to say that as of
8 April 16, 2010, as of the time Ms. Carragher
9 sent you this e-mail, she had become pessimistic
10 that the unit cap would be eliminated prior to
11 bidding?

12 MR. KLEIN: Object to the
13 form.

14 A I think she says if they are
15 released together she would be pessimistic, in
16 your words.

17 Q Yes.

18 When you received this
19 information from Ms. Carragher, did it change
20 your level of optimism that the final bidding
21 documents would eliminate the unit cap?

22 A I don't remember what I thought
23 when I got the e-mail.

24 Q Is it fair to say that your level
25 of optimism at getting the unit caps eliminated

1 Ryan

2 in the final bidding documents also went up and
3 down during the period from January 2010 until
4 the bidding documents were released?

5 A I don't know how you measure it.

6 I was optimistic, I thought it
7 was wrong, and I was optimistic that we would
8 get rid of it.

9 Did I feel the exact same every
10 day? No. But throughout I was optimistic we
11 would get rid of it.

12 Q When you received this
13 information on April 16th from Ms. Carragher,
14 your level of optimism dropped, correct?

15 MR. KLEIN: Object to the
16 form.

17 A I didn't say that.

18 Q Are you telling me you --

19 A I didn't say that.

20 Q So on April 16th of 2010 did your
21 level of optimism at getting rid of the unit
22 caps in the final bidding documents decrease?

23 A Not that I remember.

24 Q So you got this information from
25 Ms. Carragher and you still thought that you had

1 Ryan

2 the same chance of getting the unit cap
3 eliminated?

4 A I didn't say that. I don't
5 remember my level of optimism changing when I
6 received this e-mail. I don't remember.

7 Q You don't remember if it did or
8 it didn't, that's what you're saying?

9 A That's what I'm saying.

10 Q Sitting here today, you just
11 don't remember what was going through your mind
12 that day?

13 A That's what I'm saying.

14 Q Now, have you ever eaten at the
15 restaurant Tosca in D.C., an Italian restaurant?

16 A I don't know.

17 Q During the period that the unit
18 cap issue was being floated by HUD, did you have
19 dinner in D.C. at some point with Mr. Ashmore,
20 Ms. Carragher and Joyce Clause?

21 A I don't know. We had dinner as a
22 team, various members at different times. I
23 don't remember that specifically, no.

24 Q Did you ever have dinner in D.C.
25 with Mr. Ashmore and Ms. Carragher at any point

1 Ryan

2 in time, whether it was part of a larger group
3 or just the three of you?

4 A I don't remember doing it. I
5 could certainly believe I did, but I don't
6 remember doing it.

7 Q So it's fair to say that you
8 don't remember one way or the other sitting here
9 today?

10 A Correct.

11 Q At some point in time did Ms.
12 Carragher tell you that she had had a
13 conversation with Deborah Lear in which Deborah
14 Lear had indicated that the unit caps, that HUD
15 had made a decision that the unit caps would be
16 included in the final bidding documentation?

17 A I don't remember that. I'm not
18 saying she did not, but I don't remember it, I
19 don't recall that.

20 Q You don't recall one way or the
21 other?

22 A Correct.

23 Q At some point prior to the day
24 the actual formal bidding documents were issued
25 by HUD, at some point during the process leading

1 Ryan

2 up to that, did Ms. Carragher relay to you some
3 information that she had obtained from Ms. Lear
4 as to HUD's thinking on whether it was going to
5 include the unit cap in the formal rebid
6 documents?

7 A Not that I remember.

8 Q Again, is it fair to say that you
9 don't recall one way or the other sitting here
10 today?

11 A Yes. If I don't remember, I
12 don't remember one way or the other.

13 Q Okay.

14 Can you go back to Exhibit 28,
15 which is the thick one?

16 A The thick one?

17 Q The thick one, yes.

18 If you turn to the third page
19 from the end of the document, which is the May
20 14, 2010 summary of key changes.

21 A Yes.

22 Q In that summary HUD indicates
23 that in the proposed bidding documents there was
24 a limitation on units.

25 Do you see that?

1 Ryan

2 A Second box down?

3 Q Second box down.

4 A Yes.

5 Q And that's the unit cap that we
6 have been talking about, correct?

7 A Yes.

8 Q And HUD indicates that the
9 limitation, the unit cap was going to be a unit
10 cap on proposals.

11 Do you see that?

12 A Yes.

13 Q Your understanding was that the
14 unit cap that was being proposed by HUD at that
15 stage was going to limit the number of units
16 that any one contractor or subcontractor could
17 bid upon, correct?

18 A I don't remember what it was at
19 what point. Initially I expected it would be on
20 awards, and at some point it became apparent
21 they were talking about the number of units you
22 could actually bid on, but I don't remember at
23 what point my understanding of that changed.

24 Q Is it your testimony that
25 initially you thought that there would be no

1 Ryan

2 limit on how many units you bid upon, there
3 would simply be a limit on how many units HUD
4 would award to one entity?

5 A Yes. At some point I believed
6 that to be the case, yes.

7 Q But then based on additional
8 information from HUD, your testimony is that it
9 became clear that it was going to be a limit on
10 the bidding; is that correct?

11 A Yes.

12 Q Not on the award?

13 A Correct.

14 Q You just don't recall when in the
15 process that thinking changed?

16 A Correct.

17 Q It's fair to say that looking at
18 Exhibit 28, which contains the May 14, 2010
19 summary of changes, it's fair to say that at
20 least as of June 8, 2010, your understanding was
21 that the unit cap was going to be a unit cap on
22 bidding, correct?

23 A Yes.

24 Q You may have gained that
25 understanding earlier, but at the latest you had

1 Ryan

2 that understanding on June 8, 2010, correct?

3 A Yes.

4 Q And is it also fair to say that
5 when you look at your e-mail here, where you
6 highlight to Ms. Carragher that the unit cap is
7 400,000, but you don't say anything about, oh,
8 we now know for the first time it's a unit cap
9 on bidding, not on awards, is it fair to say
10 that you learned that the unit cap was a cap on
11 bidding sometime prior to June 8, 2010?

12 A I don't know.

13 Q You see that your e-mail to Ms.
14 Carragher highlights the number of units, but
15 doesn't say to her that the cap is on bidding
16 and not awards?

17 A I see that, yes.

18 Q So from that, does that refresh
19 your recollection that on June 8, 2010, you
20 already knew that the cap was on bidding?

21 A No.

22 Q You don't know one way or the
23 other sitting here today?

24 A It's logical, but I can't say
25 that I remember it. That would not be true.

1 Ryan

2 Q You don't remember one way or the
3 other?

4 A I do not.

5 Q Let's take a look at Exhibit 14
6 (handing).

7 I'm showing you what was
8 previously marked as Exhibit 14.

9 Can you take a look at that
10 document?

11 A Yes. (Perusing document.)

12 MR. MAIR: For the record,
13 it's a document Bates stamped CGI
14 5043 confidential. It's a May
15 17, 2010 e-mail, together with a
16 May 17, 2010 PowerPoint
17 presentation entitled "Senior
18 Management Committee Progress
19 Update."

20 Q This is an e-mail and an
21 attachment that was sent to you by Patricia
22 Duffy on May 17, 2010, sent to you and others,
23 correct?

24 A Yes.

25 Q And the attachment is a senior

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Ryan

management committee progress update
presentation; is that correct?

A Yes.

Q And you regularly participated in
senior management update phone calls relating to
the PBCA?

A Sometimes I did, sometimes I did
not.

Q Was there any rhyme or reason to
it?

A I'm not -- not that I know of.

Q Do you know why --

A Probably if I was involved in
something that was in that discussion, I would
be invited and if I was not, I would not.

Q If you take a look at the
presentation, the presentation outlines, it has
a page that says Page 4, that says "HUD/GR
Update."

Do you see that?

A Yes.

Q Was that -- GR stands for
government relations?

A Yes.

1 Ryan

2 Q So that's an update as to the
3 government relations efforts at that point in
4 time relating to the HUD rebid?

5 A Yes.

6 Q And it says that CGI has engaged
7 Nixon Peabody with respect to the unit cap.

8 Do you see that?

9 A Yes.

10 Q Were you involved in that?

11 A I was not involved in engaging
12 Nixon Peabody, but I was involved with calls
13 with their representative on it, yes.

14 Q This indicates, this PowerPoint
15 indicates that there were private meetings with
16 the HUD general counsel office.

17 Do you see that?

18 A Yes.

19 Q Did you understand that those
20 were meetings between Nixon Peabody and HUD
21 general counsel?

22 A Yes.

23 Q And as a result of that, CGI was
24 optimistic as of May 17, 2010, that the unit cap
25 would be removed.

1 Ryan

2 Was that accurate?

3 A I don't remember, that's what it
4 says here. I don't remember that or the timing
5 of it.

6 Q So this page summarizes the
7 government relations efforts as of that point in
8 time; is that fair to say?

9 A I don't know that this summarizes
10 it. It addresses several points of it.

11 Q Well, you were the person on the
12 PBCA rebid team responsible for government
13 relations, correct?

14 A As I said before, several of us
15 were involved, yes.

16 Q Is it fair to say that when
17 senior management committee updates were put
18 together in the form of these PowerPoint
19 presentations, you reviewed it for accuracy in
20 terms of the government relations update; is
21 that fair to say?

22 MR. KLEIN: Object to the
23 form.

24 A I don't know that. I was
25 generally involved. I don't remember reviewing

1 Ryan

2 this. I don't remember the call, to be honest.

3 But that's not to say that I
4 wasn't, I don't remember the specific one.

5 Q Regardless of the specific call,
6 is it fair to say that in general when the
7 senior management update call and accompanying
8 PowerPoint presentation included an update on
9 government relations, you reviewed it ahead of
10 time to make sure that it was accurate?

11 MR. KLEIN: Object to the
12 form.

13 A Generally, probably, yeah. Would
14 I have been involved in reviewing it? Yes.

15 Did I review it for accuracy?
16 I'm not sure what point you're -- I would have
17 been involved in reviewing it, yes.

18 Q It was a general practice that
19 you would be involved in reviewing the
20 government relations portion of that
21 presentation?

22 A I don't know what I wasn't
23 included in, so I can't answer that.

24 I know that I was engaged,
25 involved sometimes.

1 Ryan

2 Were there others where I wasn't?

3 I don't know.

4 Q Do you have any reason to believe
5 sitting here today that senior management
6 committee progress updates of the type that we
7 see in Exhibit 14 were put together and given to
8 senior management on any occasion without asking
9 you for your input?

10 A I do not have a specific reason
11 to think that, but I know there are a lot of
12 calls and meetings that I'm not involved in.

13 Q Now, can you turn to Page 5 of
14 this document?

15 A Uh-hum.

16 Q By the way, did you review any
17 documents in preparation for this deposition?

18 A I went through my e-mails in
19 discovery or something, and got everything that
20 I was told to get.

21 Beyond that, no.

22 Q A while ago you were told to
23 search your e-mails for certain e-mails and give
24 them to counsel as part of the discovery
25 process?

1 Ryan

2 A Yes.

3 Q That was months ago, right?

4 A Yes.

5 Q Since that point in time, have
6 you reviewed any documents?

7 A Not relating to this case, no.

8 Q Any documents relating to your
9 testimony today?

10 A No.

11 MR. KLEIN: Other than
12 e-mails involving time and
13 location.

14 MR. MAIR: Right.

15 Q Other than e-mails arranging the
16 logistics of this.

17 A No.

18 Q Have you looked at or been shown
19 any other documents relating to this case or the
20 events of the PBCA rebid?

21 A No.

22 Q So now lets turn to Page 5 of
23 Exhibit 14.

24 A (Perusing document.)

25 Q This page is headed "Unit Cap

Ryan

Alternatives."

Do you see that?

A Yes.

Q Now, is it fair to say that during the rebid process on the rat pack conference calls, the rat pack discussed at different times various strategies that could be used in the bidding in the event HUD continued with a unit cap in the final bidding documents?

MR. KLEIN: Object to the form.

A Can you repeat the question?

Q Yes.

During the rat pack conference calls various strategies were discussed that CGI could consider using in the event the unit cap stayed for the final bidding process; is that correct?

MR. KLEIN: Object to the form.

A When we were faced with the unit cap, we were preparing to go forward as if we got rid of it and we had to look at ways we would respond in case we did not get rid of it.

1 Ryan

2 Q So strategies were discussed
3 during the rat pack calls as to how CGI could
4 handle the bidding if the unit cap stayed; is
5 that correct?

6 A We were prepared to go forward if
7 we got rid of the unit cap and if we did not get
8 rid of the unit cap.

9 We talked about different ways
10 that we could bid, yes.

11 Q So it's the discussion of
12 different ways you could bid I'm asking you
13 about.

14 A Yes.

15 Q So in the rat pack calls,
16 although there may have been optimism at some
17 points that the unit cap would not be part of
18 the final process, there were discussions during
19 certain periods of time as to how CGI could
20 handle the bidding if the unit cap stayed,
21 correct?

22 A Yes.

23 Q Now, on Page 5 of Exhibit 14,
24 there's a concept here that is labeled states to
25 pursue under the 49/51 percent partner CGI

1 Ryan

2 split.

3 Do you see that?

4 A Yes.

5 Q Now, the rat pack discussed an
6 option of bidding under what was called a 49/51
7 scenario, correct?

8 A Sounds right, yes.

9 Q Well, the discussion or the
10 concept that's listed here of pursuing some
11 states with a 49/51 percent PHA/CGI split was
12 discussed as one potential strategy to implement
13 if the unit cap stayed, correct?

14 A Yes.

15 Q And you were part of these
16 discussions during rat pack calls, correct?

17 A I was on the calls. I was not
18 that involved in that part of it, but, yes, I
19 was on those calls.

20 Q So you were present for the
21 discussions?

22 A Yes.

23 Q Even if you didn't contribute
24 very much on that topic?

25 A Yes.

1 Ryan

2 Q And if you look down to the table
3 that is contained on Page 5 of Exhibit 14, there
4 are pros and cons of partnering under a 49/51
5 percent split with either public housing
6 agencies or private sector partners.

7 Do you see that?

8 A Yes.

9 Q And one of the pros that is
10 listed for a PHA partner is it says "willing to
11 transfer 51 percent to CGI after first year."

12 Do you see that?

13 A Yes.

14 Q And that was a concept that was
15 discussed during rat pack conference calls,
16 correct?

17 A I don't remember that
18 specifically.

19 Q Well, isn't it true that during
20 some of the rat pack conference calls, one or
21 more of the rat pack conference calls, the
22 potential concept was discussed of bidding under
23 a 49/51 percent partnership, but having the PHA
24 transfer back some or all of the 51 percent to
25 CGI after the bid was awarded?

Ryan

A I don't remember that specifically. I remember questions about whether the split would last for the full term of the contract, but I don't remember transferring things back or specific percentages.

Q When you say you recall discussions of whether the split would last for the full length of the contract, are you saying that there was a discussion about whether some of the 51 percent could be transferred to CGI at some point during the contract?

MR. KLEIN: Object to the form.

A I don't remember that specifically. I remember questions, not answers, wondering what the contracts would look like -- what the operations would look like over the course of the contract.

Q So, again, to make sure I understand, is it your testimony that sitting here today you don't recall one way or the other whether there was a discussion during rat pack conference calls about bidding with a PHA

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Ryan

partner as a 49 percent subcontractor and then at some point after the contract is awarded having the PHA transfer some of the 51 percent to CGI?

A I don't remember transfer.

As I said, I remember questions about whether that split would remain throughout the course of the contract.

I'm not sure what you mean by transfer. I remember wondering whether that specific scenario would, the bidding scenario would remain throughout the operations. If that's what you're trying to get at.

Q Let me be very clear about what my question is. So let me step back a second.

The 49/51 percent bidding arrangement that was discussed was an arrangement whereby CGI would bid as being a subcontractor that would provide 49 percent or less of the FTEs for certain tasks under the ACC contract?

A That's my understanding, yes.

Q That's what 49/51 meant when it was being discussed?

Ryan

A Yes.

Q And my question to you is, having read Exhibit 14, the table that says pros of PHA being, quote, "willing to transfer 51 percent to CGI after first year," close quote, having read that, do you have any recollection of discussions at any point by the rat pack about the possibility of bidding under a 49/51 scenario, but having the PHA transfer some of the 51 percent of FTEs to CGI at some point after the contract is awarded?

A Again, I remember discussions about whether the split would remain this way. I don't know if it's, if it did not, would that mean a transfer, I don't know.

I remember a question as to whether the way it was proposed would be binding or how, what reports we would do to HUD or questions like.

Q Let me see if I understand.

So is it your testimony that you recall a discussion about whether it may be possible to have some of the 51 percent of FTEs work for CGI at some point after the contract is

1 Ryan

2 awarded?

3 A No.

4 MR. KLEIN: Object to the
5 form.

6 Q Can you be more specific about
7 what you do recall then?

8 A I remember discussions about
9 whether if we bid the way it was outlined,
10 49/51, whether HUD would require reporting or
11 enforcement or things and how that work would be
12 carried out over the course of the next couple
13 of years, over the course of the contract,
14 however long that was.

15 Q When you say "whether HUD would
16 require reporting or enforcement," are you
17 talking about whether or not HUD would monitor
18 who was doing what work during the course of the
19 contract?

20 A Yes.

21 Q And was that discussed on more
22 than rat pack call?

23 A I don't remember.

24 Q You don't recall how many calls?

25 A No.

1 Ryan

2 Q But it was discussed during a rat
3 pack conference call, at least one rat pack
4 conference call?

5 A I assume it was a rat pack call,
6 yes.

7 Q It was a call that you
8 participated in?

9 A Yes.

10 Q Was there any resolution to that
11 issue, as to whether or not HUD would monitor
12 who was doing what work after the contract was
13 awarded?

14 A Not that I recall.

15 Q So is it fair to say that you
16 don't recall that question ever being answered
17 on any of the calls that you participated in?

18 A Which question?

19 Q The question of whether HUD would
20 monitor who does what work after the award of
21 the contract between the subcontractor and the
22 prime contractor?

23 A Is it fair to say that I don't
24 remember coming to an answer on that question?
25 Yes.

1 Ryan

2 Q My question is you don't recall
3 that question ever being answered during a call
4 that you participated in?

5 A If I understand the question
6 correctly, yes.

7 Q So, in other words, it was
8 discussed, the question was raised, but it was
9 never answered?

10 A Correct.

11 Q In any form that you participated
12 in?

13 A That I remember, yes.

14 Q Now, beyond that question being
15 raised and not answered, am I correct from your
16 prior testimony that you don't remember one way
17 or the other whether there was a specific
18 discussion on a rat pack conference call about
19 the possibility of having some of the 51 percent
20 of FTEs work for CGI after the contract was
21 awarded?

22 A Correct.

23 Q Now, CGI did, in fact, bid on
24 certain jurisdictions in the PBCA rebid under a
25 49/51 partnership, correct?

1 Ryan

2 A I believe so. I wasn't involved
3 in that, in that part of the process.

4 Q When you say you weren't involved
5 in that part of the process, what do you mean by
6 that?

7 A Some folks were involved in
8 figuring out the employee splits, the numbers of
9 tasks, the operational side, and I was not
10 involved in that.

11 Q When you say some employees were
12 involved in figuring out the split between the
13 51/49 percent, were you actually involved in
14 discussions about what that split was going to
15 be?

16 A No. I mean, I was on the calls,
17 but it was not the part that I was active in.

18 Q Was there a discussion during the
19 calls as to, for a specific jurisdiction,
20 "Here's how we are going to split between 49 and
21 51"?

22 A Not that I remember.

23 Q It wasn't discussed in that level
24 of detail in the calls?

25 A Not that I remember.

Ryan

Q Who was responsible for figuring out the allocation of FTEs between the 49 and the 51?

A Probably finance and operations.

Q But --

A It wasn't me.

Q When you say "probably," I don't want you to guess, I want you to --

A I was not involved.

Q Wait.

Based on your participation in the rat pack calls, do you have any understanding as to who was involved in that split?

A I think I remember Panos Kyprianou figuring out how many hours would go towards what part of the tasks that were required.

I don't know if he was involved in the next step of 51 or 49 or not, but he's operational and I think he would figure out how many hours it would take to do certain parts of the tasks and how many FTEs that would be, that sort of thing.

1 Ryan

2 Q And he discussed this during the
3 rat pack calls?

4 A I believe so, yeah.

5 Q You said that during the rat pack
6 calls, or at least one call, there was a
7 discussion, a question was discussed as to what,
8 if anything, HUD would do to monitor the split
9 of work between the contractor and the
10 subcontractor after award?

11 A Yes.

12 Q What, if anything, did CGI do to
13 try to get an answer to that question?

14 A I don't remember.

15 Q Did anyone try to get an answer
16 from HUD?

17 A I don't remember.

18 Q You were the government relations
19 person on Ms. Carragher's team, correct?

20 A Yes.

21 Q Were you tasked with trying to
22 get an answer to that question from HUD?

23 A I don't believe so -- I mean, I
24 don't remember.

25 Q You don't remember being tasked

1 Ryan

2 with that?

3 A No.

4 Q Did you ever try to get an answer
5 to that question from HUD?

6 A No, not that I remember.

7 Q You said the other person working
8 on government relations for PBCA was working out
9 of the Fairfax, Virginia office?

10 A Yes.

11 Q You worked hand in hand with that
12 person?

13 A I worked with him, yes.

14 Q You worked closely together on
15 PBCA government relations work?

16 A Yes.

17 Q And who was that other person?

18 A Nicholas Evans.

19 Q Did Mr. Evans ever do anything to
20 try to get an answer to the question of what HUD
21 would do to monitor the work split between the
22 contractor and the subcontractor after the bids
23 were awarded?

24 A Not that I remember.

25 Q To your knowledge, he didn't do

Ryan

anything either?

A I don't remember him doing anything.

Q Let's take a look at Exhibit 13 (handing), what was previously marked as Exhibit 13, which is stamped CGI 7233 confidential.

A (Perusing document.)

Q Can you read this e-mail to yourself?

A Yes. (Perusing document.) Okay.

Q We just talked about the fact that the rat pack discussed a 49/51 bidding strategy as one strategy that could be utilized in the event the unit caps were finally implemented; is that fair to say?

A Yes.

Q Prior to the time that the unit caps were finally implemented, while they were under consideration, is it fair to say that the rat pack discussed other possible strategies to determine whether or not there were other things that could be done in the event of a unit cap being put in place?

MR. KLEIN: Object to the

1 Ryan

2 form.

3 A Prior to the procurement coming
4 out -- sorry, prior to what?

5 Q Prior to the final bidding
6 documents coming out, from that period from
7 January of 2010 up until the final bidding
8 documents come out with a unit cap, I'm going to
9 refer to that period of time as the period while
10 the unit cap was under consideration by HUD,
11 okay?

12 A Okay.

13 Q So while the unit cap was under
14 consideration, you already told me that there
15 were discussions on rat pack conference calls
16 about the possibility of using 49/51 bidding,
17 correct?

18 A Yes.

19 Q As one strategy where CGI could
20 bid on work in jurisdictions whose units added
21 up to more than the unit cap, correct?

22 A Yes.

23 Q And it's fair to say that the rat
24 pack discussed other potential strategies that
25 could be considered for bidding in order to get

1 Ryan

2 around a single unit cap if that unit cap was
3 put in place; is that correct?

4 MR. KLEIN: Object to the
5 form.

6 A In reading this, I'm reminded
7 that we had discussed could we bid under a
8 separate part of CGI and would that meet HUD's
9 requirement of separate entities.

10 Q By "this," you are talking about
11 Exhibit 13?

12 A Yes.

13 Q This is the e-mail from Panos?

14 A Yeah.

15 Q With the subject line "Flying
16 Nun"?

17 A I had not noticed the subject
18 line.

19 Q What did you understand by the
20 term "flying nun"?

21 A It's a wonderful old TV show.

22 So on the second page of that
23 e-mail it mentions a CGI subsidiary and, to be
24 honest, I don't remember the timing of CGI as
25 the main company and I don't know if we were

1 Ryan

2 part of Federal yet or part of the main company,
3 but there are other portions of the company and
4 we had discussed could one of them be a valid
5 bidder and would that help us alleviate the
6 problem of the unit cap.

7 Q You are talking about whether
8 different existing CGI corporate entities could
9 bid on separate unit caps?

10 A Yes.

11 Q And that concept was discussed?

12 A At least briefly. I don't think
13 it went very far, probably because it wasn't --
14 I think the ownership was the same or too much
15 the same and therefore it wouldn't have been
16 considered a separate entity, if I remember
17 correctly.

18 Q This is your recollection of
19 discussions during one or more rat pack
20 conference calls?

21 A That's just my recollection of
22 how it developed. I don't remember if it was
23 e-mails or calls.

24 Q But this is discussion amongst
25 rat pack members?

1 Ryan

2 A That's who I would have discussed
3 it with, yes.

4 Q Let me leave aside the concept of
5 using existing, two different existing CGI
6 corporate entities and whether or not those two
7 existing entities could bid under separate unit
8 caps. Leave that aside.

9 I want to focus on this concept
10 that is raised by Mr. Kyprianou in his January
11 29th e-mail and in the paragraph numbered three
12 on the second page, Mr. Kyprianou says, "I don't
13 know whether this is possible or allowable, but
14 can we create new entities for selected
15 jurisdictions that are a joined venture," I
16 think he meant a joint venture, "of a PHA and
17 CGI subsidiary."

18 And he goes on to say, "If this
19 holds, then we can get away with the unit
20 restrictions as these entities will be somehow
21 independent from CGI."

22 Do you see that?

23 A I do, yes.

24 Q So let me ask you this.

25 At any point in time was there a

1 Ryan

2 discussion of the possibility of creating some
3 new corporate entities that then could bid on
4 units above a single unit cap, whatever that
5 turned out to be, by virtue of being separate
6 corporate entities?

7 A For me, it's part of the same
8 conversation that we just addressed, where
9 either a separate part of CGI would bid with a
10 PHA or a separate part of CGI would form a joint
11 venture with a PHA.

12 Right now or to this point we are
13 a subcontractor to a public housing authority,
14 and if there were an opportunity to create a
15 different structure with those partners, we
16 would consider that.

17 I don't think it went anywhere.

18 Q But as a concept you are saying
19 it was discussed at some point?

20 A Yeah.

21 Q And part of the concept that was
22 discussed, even if it didn't ultimately end up
23 going very far, was the concept of whether
24 outside corporate entities could be set up for
25 the purpose of bidding on the PBCA rebid?

1 Ryan

2 A It was in the e-mail. I don't
3 know that it was discussed or pursued, but I'm
4 looking at this e-mail that you just handed me
5 and there is a mention in there.

6 Q Now, my question is not what's
7 written in the e-mail, because we have read
8 that, we know what's in the e-mail, my question
9 to you is what was discussed amongst rat pack
10 members and was the concept at some point,
11 however briefly or lengthily discussed, of
12 setting up one or more new corporate entities
13 for the purpose of being able to get around a
14 single unit cap, if it were to be implemented?

15 MR. KLEIN: Object to the
16 form.

17 A As for new entities, I remember
18 an instance of us potentially bidding with some,
19 you know, a joke, a guy that we work with owns a
20 Honey Baked Ham company and said that we could
21 bid under his Honey Baked Ham corporate logo and
22 another guy joked that he has a porn company,
23 that we could bid under his porn company, and
24 those were the extent of setting up outside
25 partners or new entities to bid.

1 Ryan

2 Q So your testimony is that there
3 was a point in time that there was a rat pack
4 discussion joking about using the Honey Baked
5 Ham entity and/or a porn entity to bid on the
6 rebids, as a joke?

7 A As a joke, yes.

8 Q And that discussion was obviously
9 a joke, in your mind?

10 A In anyone's mind, yes.

11 Q No one was really going to bid
12 through Honey Baked Ham, correct?

13 A I don't believe so.

14 Q It would be highly unlikely that
15 CGI was ever actually going to bid through a
16 porn entity?

17 A Correct.

18 Q That would be fair to say,
19 correct?

20 A That would be fair to say.

21 Q Leaving aside the discussion that
22 was in jest that we just talked about --

23 A Yes.

24 Q -- at any point in time,
25 including immediately preceding that

1 Ryan

2 conversation, was there a discussion of whether
3 or not outside entities could be set up that
4 were somehow independent of CGI for bidding
5 purposes in order to bid on jurisdictions above
6 the number in the unit cap, if it were to be
7 implemented?

8 A No, the only outside entities
9 were the jokes.

10 Q So it's your testimony sitting
11 here today that the sole discussion at any time
12 in any rat pack discussion that you were ever
13 part of of setting up outside corporate entities
14 was in the context of the joking references to
15 Honey Baked Ham and some porn enterprise?

16 A Yes.

17 Q There was never a discussion
18 either before or after that was said jokingly
19 about whether legitimately there could be
20 bidding by outside entities?

21 A Correct.

22 Q That is your testimony?

23 A That is correct.

24 Q Again, I want to make sure I
25 understand this.

1 Ryan

2 Is it your testimony that you
3 don't recall one way or another whether or not
4 there was any such discussion or are you telling
5 me categorically and definitively today no such
6 discussion ever took place in your presence?

7 A Are you asking me to disprove
8 that happened?

9 I'm sure I don't understand that
10 question.

11 Q Okay.

12 So my question is is it your
13 testimony that you simply don't recall such a
14 conversation taking place, or alternatively is
15 it your testimony that you do recall what was
16 discussed during all of these rat pack calls and
17 you can definitively tell me today --

18 A I cannot do that.

19 Q -- on no call that you were ever
20 part of was the concept of setting up outside
21 corporate entities to bid around the unit cap
22 ever discussed outside of the context solely of
23 a joke?

24 MR. KLEIN: Object to the
25 form.

Ryan

A If you have heard how many times I have said today, I don't remember. I don't remember. I can't tell you it was never discussed.

Q That was my question.

A Okay.

MR. MAIR: Give me five minutes. I think we are almost done.

(Whereupon, at 1:40 p.m., a recess was taken.)

(Whereupon, at 1:48 p.m., the deposition resumed with all parties present.)

MR. MAIR: I don't have any more questions.

(Whereupon, at 1:48 p.m., the deposition was concluded.)

DENNIS PATRICK RYAN

Subscribed and sworn to
before me
this [redacted] day of [redacted], 2013.

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STATE OF NEW YORK)

) ss.

COUNTY OF NEW YORK)

I, MARGARET M. HARRIS, a Shorthand
(Stenotype) Reporter and Notary Public of
the State of New York, do hereby certify
that the foregoing Deposition, of the
witness, DENNIS PATRICK RYAN, taken at the
time and place aforesaid, is a true and
correct transcription of my shorthand
notes.

I further certify that I am neither
counsel for nor related to any party to
said action, nor in any wise interested in
the result or outcome thereof.

IN WITNESS WHEREOF, I have hereunto
set my hand this 29th day of July, 2013.

MARGARET M. HARRIS

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